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Attorneys for Debtor

IN THE UNITED STATES BANKRUPTCY COURT
FOR THE DISTRICT OF MONTANA

IN RE: MOONLIGHT BASIN RANCH, L.P., Debtor,	Case No. 09- 62327
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**APPLICATION TO APPROVE EMPLOYMENT OF PROFESSIONAL;
AND AFFIDAVIT**

The Application of **MOONLIGHT BASIN RANCH, L.P.**, respectfully represents:

1. On the 18th day of November, 2009, Debtor filed a petition herein under Chapter 11.
2. **MOONLIGHT BASIN RANCH L.P.** wishes to employ **LEESA POOLE ANDERSON** of the **MONTANA REAL ESTATE COMPANY**, as exclusive Real Estate Agent.


3. Applicant wishes to employ **LEESA POOLE ANDERSON of the MONTANA REAL ESTATE COMPANY** for the following reasons: She is experienced and knowledgeable of real estate sales, and is a licensed real estate agent.
4. The professional services that **LEESA POOLE ANDERSON of the MONTANA REAL ESTATE COMPANY** will render include: Marketing and brokering the sales of Debtor's real property. See the attached Residential Listing Contract – Exclusive Right to Sell.
5. To the best of the Applicant's knowledge, **LEESA POOLE ANDERSON of the MONTANA REAL ESTATE COMPANY** has no connection with the creditors, or any other party in interest, or their respective attorneys and accountants, the United States Trustee, or any person employed in the office of the United States Trustee, and is a "disinterested person" as defined in 11 U.S.C. § 101(14). **LEESA POOLE ANDERSON of the MONTANA REAL ESTATE COMPANY** discloses that she is the daughter of Lee Poole, Managing Member and Ultimate Equity Owner of **MOONLIGHT BASIN RANCH L.P.** Further, **MOONLIGHT BASIN RANCH L.P.** discloses that it owns a 50% interest in the **MONTANA REAL ESTATE COMPANY**.
6. The term of employment of **LEESA POOLE ANDERSON of the MONTANA REAL ESTATE COMPANY** agreed to by **MOONLIGHT BASIN RANCH L.P.** subject to the approval of the Court is: Six percent (6%) of the gross sales price. The Applicant will have a standard industry fee sharing agreement with a third party

agent buyer broker derived from her own commission.

7. **LEESA POOLE ANDERSON** of the **MONTANA REAL ESTATE COMPANY** represents no interest adverse to **MOONLIGHT BASIN RANCH L.P.**, or the estate in the matters upon which she is to be engaged, and her employment would be in the best interest of this estate.
8. **LEESA POOLE ANDERSON** of the **MONTANA REAL ESTATE COMPANY** has received no retainer fee or other advance payment.

WHEREFORE, **MOONLIGHT BASIN RANCH L.P.** prays that its employment of **LEESA POOLE ANDERSON** of the **MONTANA REAL ESTATE COMPANY** law firm upon the terms specified be approved by the Court.

DATED this 18th day of November, 2009.

By: /s/Russell McElyea 
RUSSELL MCELYEA, COO

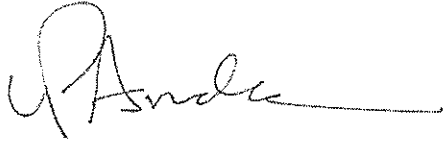
AFFIDAVIT OF PROPOSED PROFESSIONAL

STATE OF MONTANA)
 :SS
County of Madison)

LEESA POOLE ANDERSON of the MONTANA REAL ESTATE COMPANY,

being duly sworn upon her oath, deposes and states:

1. I am **LEESA POOLE ANDERSON of the MONTANA REAL ESTATE COMPANY.**
2. To my knowledge I have no connection with the debtor, creditors, or any other party in interest, their respective attorneys and accountants, the United States Trustee, or any person employed in the office of the United States Trustee; and I am a "disinterested person" as defined in 11 U.S.C. § 101(14), except: I am the daughter of the daughter of Lee Poole, Managing Member and Ultimate Equity Owner of **MOONLIGHT BASIN RANCH L.P.**, and **MOONLIGHT BASIN RANCH L.P.** owns a 50% interest in the Montana Real Estate Company.
4. I represent no interest adverse to the debtor, or the estate in the matters upon which we are to be engaged.
5. I have received no retainer prior to the commencement of this case. I have received no fees in connection with our employment. I will charge a real estate commission of six percent (6%) of the gross sales price. I will use a standard industry fee sharing agreement with a third party buyer broker agent derived from my own commission. See the attached Residential Listing Contract – Exclusive Right to Sell.

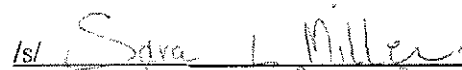


/s/Leesa Poole Anderson

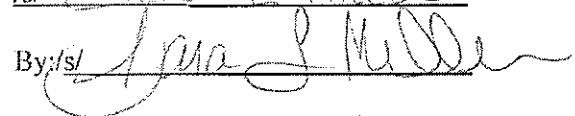
LEESA POOLE ANDERSON

Subscribed and sworn to before me this 18th day of November, 2009.

/s/



By: /s/



Notary Public for the State of Montana

Residing at: Belgrade

My Commission Expires: 5/12/2012

